

**Tom Schedler**  
SECRETARY OF STATE

*As Secretary of State of the State of Louisiana, I do hereby Certify that*  
the attached document(s) of

**GULF COAST FUNDS MANAGEMENT, LLC**

are true and correct and are filed in the Louisiana Secretary of State's Office.

36608576K	ORIGF	12/10/2007	5 page(s)
40025033	AMEND	10/9/2009	7 page(s)
40184449	1308	4/16/2010	1 page(s)
40266721	CHOFF	7/30/2010	1 page(s)
41000810	12 AR	11/21/2012	1 page(s)

In testimony whereof, I have hereunto set my  
hand and caused the Seal of my Office to be  
affixed at the City of Baton Rouge on,

July 25, 2013

*Secretary of State*

WEB 36608576K



Certificate ID: 10403698#L7Q83

To validate this certificate, visit the following  
web site, go to **Commercial Division**,  
**Certificate Validation**, then follow the  
instructions displayed.

[www.sos.louisiana.gov](http://www.sos.louisiana.gov)

**ARTICLES OF ORGANIZATION  
OF  
GULF COAST FUNDS MANAGEMENT, LLC**

**STATE OF LOUISIANA  
PARISH OF ORLEANS**

**BE IT KNOWN**, that as of the 10<sup>th</sup> day of December, 2007,

**BEFORE ME**, the undersigned Notary Public, duly commissioned and qualified in and for the State of Louisiana, Parish of Orleans, and in the presence of the undersigned competent witnesses,

**PERSONALLY CAME AND APPEARED:**

**VIRGINIA BOULET**, a person of the full age of majority and resident of the State of Louisiana,

who declared unto me, Notary, that availing herself of the provisions of the Louisiana Limited Liability Company Law, Title 12, Section 1301, et. seq. of the Revised Statutes of Louisiana, she does hereby form a limited liability company (the "Company") under the following Articles of Organization, to-wit:

**ARTICLE I.  
NAME; PRINCIPAL OFFICE**

The name of the Company shall be: **GULF COAST FUNDS MANAGEMENT, LLC**. The Company shall be domiciled in Orleans Parish, Louisiana, and the mailing address of its principal office shall be: 650 Poydras Street, Suite 2830, New Orleans, LA 70130.

**ARTICLE II.  
PURPOSE**

The objects and purposes of the Company shall be to engage in any lawful activity for which a limited liability company may be formed under the Louisiana Limited Liability Company Law, as now adopted or hereafter amended.

**ARTICLE III.****TERM**

The Company shall dissolve on December 31, 2057 unless sooner dissolved pursuant to the provisions of the Limited Liability Company Law or the Operating Agreement executed by its Members.

**ARTICLE IV.****MANAGEMENT**

The Company will be managed by its members, Tax Credit Capital, LLC and Frantzen, Voelker Investments, L.L.C., who may in the future execute an Operating Agreement setting forth all provisions with respect to the management and internal affairs of the Company.

**ARTICLE V.****RELIANCE ON CERTIFICATES AS TO  
MEMBERSHIP, RECORDS AND AUTHORITY**

Any person dealing with the Company may rely upon a certificate of ownership to establish the membership of any Members, the authenticity of any records of the Company, or the authority of any person to act on behalf of the Company, including but not limited to the authority to take the actions referred to in La. R.S. 12:1318(B). No person dealing with the certifying official shall be required to determine his or their authority to make any such commitment or undertaking on behalf of the Company, or to determine any fact or circumstance bearing upon the existence of his authority and shall be entitled to conclusively rely upon such certificates. No person shall be bound to see the application or distribution of revenue or proceeds paid or credited in connection with such action unless the party shall have received written notice to the contrary from the Company.

**ARTICLE VI****LIMITATION OF LIABILITY**

To the extent allowed by the provisions of Louisiana Revised Statutes 12:1315, no Member of the Company shall be personally liable for monetary damages for breach of his or her fiduciary duty as a Member, except that this Article shall not eliminate the personal liability of a Member for (a) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (b) liability under Louisiana Revised Statutes 12:1328; or (c) any transaction from which the Members derived an improper financial

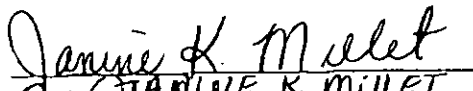
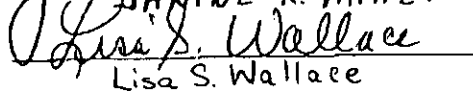
benefit to which he or she is not entitled. Neither the Members are personally liable for any debt, obligation or liability of the Company.

**ARTICLE VII**  
**LIABILITIES TO THIRD PARTIES**

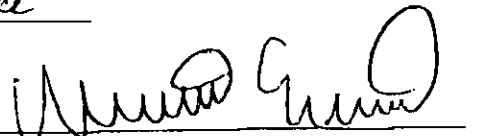
The Members of this Company shall have the benefit of all of the rights, privileges, powers and immunities of the Limited Liability Company Law, including particularly, but not limited to, the provisions of La. R.S. 12:1320.

THUS DONE AND SIGNED in the Parish of Orleans, State of Louisiana, on the 10th day of December, 2007, in the presence of the undersigned competent witnesses, who have hereunto signed their names, together with said appearer and me, Notary, after due reading of the whole.

Witnesses:

  
JANINE K. MILLET  
  
Lisa S. Wallace

  
VIRGINIA BOULET, Organizer

  
Notary Public  
MARK S. EMBREE  
NOTARY PUBLIC  
Parish of Orleans, State of Louisiana  
My Commission is issued for Life  
Louisiana Notarial Identification No. 23187

## INITIAL REPORT

of

### GULF COAST FUNDS MANAGEMENT, LLC

The Company's registered office is located at:

650 Poydras Street  
Suite 2830  
New Orleans, LA 70130

The name and address of the Company's registered agent for service of process is:

Virginia Boulet  
Adams and Reese  
4500 One Shell Square  
New Orleans, LA 70139

The name and address of the Company's members are:

Tax Credit Capital, LLC  
Frantzen, Voelker Investments, L.L.C.  
650 Poydras Street  
Suite 2830  
New Orleans, LA 70130

Signed at New Orleans, Louisiana, this 10<sup>th</sup> day of December, 2007.

  
\_\_\_\_\_  
VIRGINIA BOULET, Organizer

**AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT  
BY DESIGNATED REGISTERED AGENT**

\*\*\*\*\*

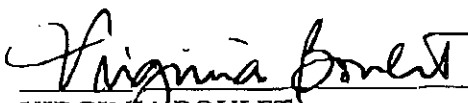
To the Secretary of State  
State of Louisiana

STATE OF LOUISIANA  
PARISH OF ORLEANS


On this 10<sup>th</sup> day of December, 2007, before me, a Notary Public in and for  
the State and Parish aforesaid, personally came and appeared:

**VIRGINIA BOULET**

who is to me known to be the person, and who, being duly sworn,  
acknowledged to me that he does hereby accept appointment as the Registered  
Agent of GULF COAST FUNDS MANAGEMENT, LLC which is a Limited Liability  
Company authorized to transact business in the State of Louisiana pursuant to  
the provisions of the Louisiana Limited Liability Company Law.

  
VIRGINIA BOULET  
Registered Agent

SWORN TO AND SUBSCRIBED  
BEFORE ME, THIS 10<sup>th</sup> DAY  
OF DECEMBER, 2007.

  
\_\_\_\_\_  
NOTARY PUBLIC  
Notary No. 23187  
My Commission Expires 11/1/2011

MARK S. EMBREE  
NOTARY PUBLIC  
Parish of Orleans, State of Louisiana  
My Commission is issued for Life  
Louisiana Notarial Identification No. 23187

**ARTICLES OF AMENDMENT TO  
ARTICLES OF ORGANIZATION OF  
GULF COAST FUNDS MANAGEMENT, LLC**

The undersigned, constituting all of the Members and the sole Manager of Gulf Coast Funds Management, LLC (the "Company") do hereby certify that a resolution amending the Articles of Organization of the Company to amend and restate Article IV to provide that the Company shall be managed by a manager or managers and to amend and restate Articles VI and VII was duly adopted pursuant to Louisiana R.S. §12:1318 by the unanimous written consent of the members and the manager of the Company dated as of October 6, 2009, and by further resolution David R. Voelker, whose address is 650 Poydras St., Suite 2830, New Orleans, LA 70130, was appointed as the initial manager of the Company.

Article IV of the Articles of Organization is amended and restated by said resolutions to read in its entirety as follows:

**"ARTICLE IV.  
MANAGEMENT**

The Company shall be managed by a Manager or Managers."

Article VI of the Articles of Organization is amended and restated by said resolutions to read in its entirety as follows:

**"ARTICLE VI.  
LIMITATION OF LIABILITY**

To the extent allowed by the provisions of Louisiana Revised Statutes 12:1315, no Member or Manager of the Company shall be personally liable for monetary damages for breach of any fiduciary duty, except that this Article shall not eliminate the personal liability of a Member or Manager for (a) acts which involve a knowing violation of law; (b) liability under Louisiana Revised Statutes 12:1328; or (c) any transaction from which the Members or Manager derived an improper financial benefit to which the Members or Manager are not entitled. No

Member or Manager is personally liable for any debt, obligation or liability of the Company."

Article VII of the Articles of Organization is amended and restated by said resolutions to read in its entirety as follows:

**"ARTICLE VII.  
LIABILITIES TO THIRD PARTIES**

The Members and Manager of this Company shall have the benefit of all of the rights, privileges, powers and immunities of the Limited Liability Company Law, including particularly, but not limited to, the provisions of La. R.S. 12:1320."

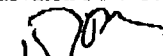
These Articles of Amendment are dated effective October 6, 2009.

**MANAGER:**

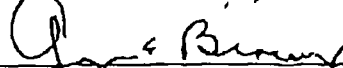
  
David R. Voelker, Manager

**MEMBERS:**

FRANTZEN/VOELKER INVESTMENTS, L.L.C.

By:   
Name: David R. Voelker  
Title: Manager

TAX CREDIT CAPITAL, LLC

By:   
Name: George E. Brower, II  
Title: Managing Member

  
TAYLOR BEERY, Individually

  
RICHARD C. CONWAY, JR., Individually

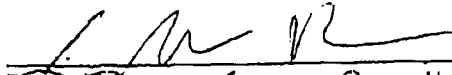


## STATE OF LOUISIANA

## PARISH OF ORLEANS

BE IT KNOWN, that on this 6<sup>th</sup> day of October, 2009, before me, the undersigned Notary Public, duly commissioned, qualified, and sworn within and for the State and Parish aforesaid, personally came and appeared David R. Voelker, the Manager of Gulf Coast Funds Management, LLC, and the person who executed the foregoing Articles of Amendment in such capacity, and who declared and acknowledged to me, Notary, in the presence of the undersigned competent witnesses, that he was authorized to and did execute the foregoing Articles of Amendment in such capacity for said company, as its and his free act and deed.


## WITNESSES:

  
Printed Name: Scott Powell  
David R. Voelker, Manager  
Printed Name: Dawnan Harper  
Notary PublicPrinted Name: Nata D. SeneBar Roll or Notary Number: 86265Commission Expires: 06/01/11

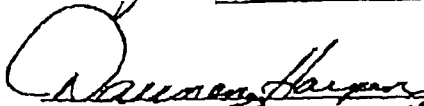
## STATE OF LOUISIANA

## PARISH OF ORLEANS


BE IT KNOWN, that on this 6<sup>th</sup> day of October, 2009, before me, the undersigned Notary Public, duly commissioned, qualified, and sworn within and for the State and Parish aforesaid, personally came and appeared David R. Voelker, the Manager of Frantzen/Voelker Investments, L.L.C, and the person who executed the foregoing Articles of Amendment in such capacity, and who declared and acknowledged to me, Notary, in the presence of the undersigned competent witnesses, that he was authorized to and did execute the foregoing Articles of Amendment in such capacity for said company, as its and his free act and deed.

  
Printed Name: Scott Powell

FRANTZEN/VOELKER  
INVESTMENTS, L.L.C., Member

  
Printed Name: Lauren Harper

By:   
Name: David R. Voelker  
Title: Manager

  
Notary Public  
Printed Name: NATHAN D. SERIO  
Bar Roll or Notary Number: 86265  
My Commission Expires: 11/06/11

## STATE OF LOUISIANA

## PARISH OF ORLEANS

BE IT KNOWN, that on this 6<sup>th</sup> day of October, 2009, before me, the undersigned Notary Public, duly commissioned, qualified, and sworn within and for the State and Parish aforesaid, personally came and appeared George E. Brower, II, the Managing Member of Tax Credit Capital, LLC, and the person who executed the foregoing Articles of Amendment in such capacity, and who declared and acknowledged to me, Notary, in the presence of the undersigned competent witnesses, that he was authorized to and did execute the foregoing Articles of Amendment in such capacity for said company, as its and his free act and deed.

*John S. Bowman, Jr.*  
Printed Name: John S. Bowman, Jr.

TAX CREDIT CAPITAL, LLC, Member

By: *George E. Brower, II*Name: George E. Brower, IITitle: Managing Member

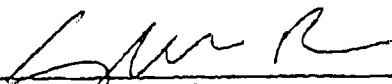
*Kathleen A. Costello*  
Printed Name: Kathleen A. Costello

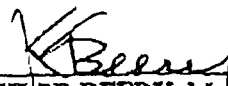
*Amy V. Bowman* 10/12/09  
Notary Public  
Printed Name: Amy V. Bowman  
Bar Roll or Notary Number: 31356  
My Commission Expires: LIF

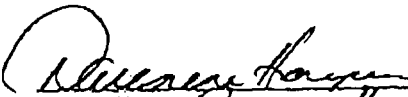
## STATE OF LOUISIANA


## PARISH OF ORLEANS

BE IT KNOWN, that on this 6<sup>th</sup> day of October, 2009, before me, the undersigned Notary Public, duly commissioned, qualified, and sworn within and for the State and Parish aforesaid, personally came and appeared Taylor Beery, individually, and the person who executed the foregoing Articles of Amendment, and who declared and acknowledged to me, Notary, in the presence of the undersigned competent witnesses, that he did execute the foregoing Articles of Amendment as his free act and deed.

  
Printed Name: SCOTT POWELL

  
TAYLOR BEERY, Member

  
Printed Name: William Hays

  
Notary Public  
Printed Name: John D. Sarno  
Bar Roll or Notary Number: 80245  
My Commission Expires: 2011

## STATE OF LOUISIANA

## PARISH OF ORLEANS

BE IT KNOWN, that on this 6<sup>th</sup> day of October, 2009, before me, the undersigned Notary Public, duly commissioned, qualified, and sworn within and for the State and Parish aforesaid, personally came and appeared Richard C. Conway, Jr., individually, and the person who executed the foregoing Articles of Amendment, and who declared and acknowledged to me, Notary, in the presence of the undersigned competent witnesses, that he did execute the foregoing Articles of Amendment as his free act and deed.

  
Printed Name: SCOTT POWELL

  
RICHARD C. CONWAY, JR., Member

  
Printed Name: Dawn Harper

  
Notary Public

Printed Name: Walter D. Sero

Bar Roll or Notary Number: 80245

My Commission Expires: 12 DECEMBER

Jay Dardenne  
Secretary of State



**NOTICE OF CHANGE OF REGISTERED OFFICE  
AND/OR CHANGE OF REGISTERED AGENT**  
(R.S. 12:1308)

Enclose \$25 Filing Fee  
Domestic Limited Liability Company  
Make remittance payable to  
Secretary of State  
Do Not Send Cash

Return to: Commercial Division  
P. O. Box 94125  
Baton Rouge, LA 70804-9125  
Phone (225) 925-4704  
Web Site: [www.sos.louisiana.gov](http://www.sos.louisiana.gov)

Limited Liability Company Name:

Gulf Coast Funds Management, LLC

**CHANGE OF LOCATION OF REGISTERED OFFICE**

Notice is hereby given that the above named limited liability company has authorized a change in the location of its registered office. The new registered office is located at:

3867 Plaza Tower Drive, 1st Floor Baton Rouge, LA 70816

To be signed by a member or manager

Date

**CHANGE OF REGISTERED AGENT(S)**

Notice is hereby given that the above named limited liability company has authorized the change of its registered agent(s). The name(s) and address(es) of the new registered agent(s) is/are as follows:

InCorp Services, Inc.

3867 Plaza Tower Drive, 1st Floor, Baton Rouge, LA 70816

To be signed by a manager or member

Date

**AGENT AFFIDAVIT AND ACKNOWLEDGEMENT OF ACCEPTANCE**

I hereby acknowledge and accept the appointment of registered agent(s) for and on behalf of the above named limited liability company.

Tennie Sedlacek on behalf of InCorp Services, Inc.

Registered Agent(s)

Sworn to and subscribed before me, the undersigned Notary Public, on this date 16<sup>th</sup> day of April 2010  
NOTARY NAME MUST BE TYPED OR PRINTED WITH NOTARY #



TENNIE SEDLACEK  
NOTARY PUBLIC  
STATE OF NEVADA

My Commission Expires 04-14-2012  
Commission No: 00-61868-1

Notary Signature

(See instructions on back)

Jay Dardenne  
Secretary of State



## NOTICE OF CHANGE OF MEMBER(S) AND/OR MANAGER(S)

Enclose \$25 Filing Fee  
Domestic Limited Liability Company  
Make remittance payable to  
Secretary of State  
Do Not Send Cash

Return to: Commercial Division  
P. O. Box 94125  
Baton Rouge, LA 70804-9125  
Phone (225) 925-4704  
Web Site: [www.sos.louisiana.gov](http://www.sos.louisiana.gov)

Limited Liability Company Name:

Gulf Coast Funds Management, LLC

### REMOVAL OF MEMBERS AND/OR MANAGERS

Notice is hereby given that the above named limited liability company has authorized the removal of the following Members and Managers:

David R. Voelker

Name and Title

\_\_\_\_\_  
Name and Title

Frantzen, Voelker Investments, LLC

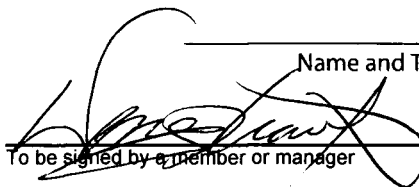
Name and Title

\_\_\_\_\_  
Name and Title

Tax Credit Capital, LLC

Name and Title

\_\_\_\_\_  
Name and Title

  
To be signed by a member or manager

7/22/2010  
Date

### ADDITION OF MEMBERS AND/OR MANAGERS

Notice is hereby given that the above named limited liability company has authorized the addition of the following Members and Managers

American Immigration Center, LLC

Name and Title

1650 Tysons Blvd., Suite 810, McLean, VA

Municipal Address

22102

\_\_\_\_\_  
Name and Title

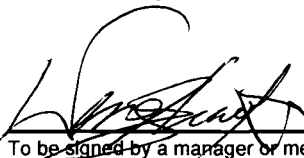
\_\_\_\_\_  
Municipal Address

\_\_\_\_\_  
Name and Title




\_\_\_\_\_  
Municipal Address

\_\_\_\_\_  
Name and Title

\_\_\_\_\_  
Municipal Address

  
To be signed by a manager or member

7/22/2010  
Date

<b>Tom Schedler</b> <b>Secretary of State</b> 		<b>LIMITED LIABILITY COMPANY</b> <b>ANNUAL REPORT</b> <b>For Period Ending</b> 12/10/2012		 36608576K  2012									
<b>Mailing Address Only (INDICATE CHANGES TO THIS ADDRESS IN THIS BOX)</b> 36608576 K GULF COAST FUNDS MANAGEMENT, LLC  1650 TYSONS BOULEVARD, SUITE 810 MCLEAN, VA 22102		1		<b>(INDICATE CHANGES TO THIS ADDRESS IN THIS BOX)</b> <b>Registered Office Address in Louisiana</b> (Do not use P. O. Box) 3867 PLAZA TOWER DRIVE 1ST FLOOR BATON ROUGE, LA 70816									
				Federal Tax ID Number									
Our records indicate the following registered agents for the company. Indicate any changes or deletions below. All agents must have a Louisiana address. Do not use a P. O. Box. <b>A</b> <b>NEW REGISTERED AGENT REQUIRES A NOTARIZED SIGNATURE</b> INCORP SERVICES, INC. 3867 PLAZA TOWER DR., 1ST FLOOR BATON ROUGE, LA 70816													
I hereby accept the appointment of registered agent(s).			Sworn to and subscribed before me on NOTARY NAME MUST BE TYPED OR PRINTED WITH NOTARY #										
<b>New Registered Agent Signature</b>			<b>Notary Signature</b>		<b>Date</b>								
This report reflects a maximum of three members/managers for the company. Indicate any changes or deletions below. Include a listing of all names and addresses. Do not use a P. O. Box. If additional space is needed attach an addendum. <i>Officer titles, such as president or secretary are not acceptable.</i>													
<table style="width: 100%;"> <tr> <td style="width: 50%;">AMERICAN IMMIGRATION CENTER, LLC</td> <td style="width: 50%;">Member</td> </tr> <tr> <td>1650 TYSONS BLVD, SUITE 810 MCLEAN, VA 22102</td> <td></td> </tr> <tr> <td>SIMONE WILLIAMS</td> <td>Manager</td> </tr> <tr> <td>1650 TYSONS BLVD SUITE 810 MCLEAN, VA 22102</td> <td></td> </tr> </table>						AMERICAN IMMIGRATION CENTER, LLC	Member	1650 TYSONS BLVD, SUITE 810 MCLEAN, VA 22102		SIMONE WILLIAMS	Manager	1650 TYSONS BLVD SUITE 810 MCLEAN, VA 22102	
AMERICAN IMMIGRATION CENTER, LLC	Member												
1650 TYSONS BLVD, SUITE 810 MCLEAN, VA 22102													
SIMONE WILLIAMS	Manager												
1650 TYSONS BLVD SUITE 810 MCLEAN, VA 22102													
<b>SIGN →</b>	To be signed by a manager, member, or agent SIMONE WILLIAMS (SIGNED ELECTRONICALLY)		Title	Phone	Date 11/21/2012								
	Signee's address		Email Address SIMONE.WILLIAMS@GULFCOASTFUNDS.COM		(For Office Use Only)								
<table style="width: 100%;"> <tr> <td style="width: 40%;">           Enclose filing fee of \$25.00            Make remittance payable to Secretary of State            Do Not Send Cash            Do Not Staple            web site: <a href="http://www.sos.louisiana.gov">www.sos.louisiana.gov</a> </td> <td style="width: 60%;">           Return by: 12/10/2012            To: <b>Commercial Division</b>  <b>P. O. Box 94125</b>  <b>Baton Rouge, LA 70804-9125</b>  <b>Phone (225) 925-4704</b> </td> </tr> </table>						Enclose filing fee of \$25.00 Make remittance payable to Secretary of State Do Not Send Cash Do Not Staple web site: <a href="http://www.sos.louisiana.gov">www.sos.louisiana.gov</a>	Return by: 12/10/2012 To: <b>Commercial Division</b> <b>P. O. Box 94125</b> <b>Baton Rouge, LA 70804-9125</b> <b>Phone (225) 925-4704</b>						
Enclose filing fee of \$25.00 Make remittance payable to Secretary of State Do Not Send Cash Do Not Staple web site: <a href="http://www.sos.louisiana.gov">www.sos.louisiana.gov</a>	Return by: 12/10/2012 To: <b>Commercial Division</b> <b>P. O. Box 94125</b> <b>Baton Rouge, LA 70804-9125</b> <b>Phone (225) 925-4704</b>												
					2								

ALL UNSIGNED REPORTS WILL BE RETURNED